



ACF INDUSTRIES

INCORPORATED

750 THIRD AVENUE, NEW YORK, N. Y. 10017, (212) 966-8600, CABLE ADDRESS: ACFUSA

REGISTRATION NO. 1226-F

1-058A039

REGISTRATION NO. 1226-F

FEB 27 1981

INTERSTATE COMMERCE COMMISSION

No. 1

FEB 27 1981

Date

Fee \$ 20.00

Washington, D. C.

February 12, 1981

FEB 27 1981

FEE OPERATION B

FEB 27 12 35 PM '81

RECEIVED

Secretary
Interstate Commerce Commission
Washington, D.C. 20423

Dear Sir:

We enclose herewith for filing with the Commission pursuant to 49 U.S.C. §11303 and the regulations thereunder five original counterparts of a Supplemental Equipment Trust Agreement and four original counterparts of a Bill of Sale; both dated December 31, 1980, between the following:

- (a) Trustee-Lessor Chemical Bank
55 Water Street
New York, New York 10041
- (b) Lessee: ACF Industries, Incorporated
750 Third Avenue
New York, New York 10017

The equipment covered by the above Supplemental Equipment Trust Agreement is as follows:

- 4 - Railroad Center Flow Covered Hopper Cars, AAR Mechanical Designation L151, initialled ACFX and numbered 44834 through 44837 inclusive.
- 3 - Railroad Tank Cars, AAR Mechanical Designation T105, initialled ACFX and numbered 75322 through 75324 inclusive.

The equipment covered by the above Bill of Sale is as follows:

- 11 - Railroad Center Flow Covered Hopper Cars, AAR Mechanical Designation LO, initialled ACFX and numbered 47771, 55045, 55190, 63975, 63991, 64022, 64187, 74093, 74095, 74114 and 74115.

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Secretary
Interstate Commerce Commission
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12 - Railroad Tank Cars, with AAR Mechanical Designations, initials and numbers listed as follows:


<u>Quantity</u>	<u>AAR Mechanical Designation Code</u>	<u>Initialed ACFX and Numbered</u>
1	TP	80164
1	TLI	83457
1	TM	83603
1	TMI	83631
1	TPI	85579
1	TPI	85669
1	TLI	89410
1	TLI	89733
1	TL	89745
1	TL	89772
1	TLI	89820
1	TLI	89876

The enclosed Supplemental Equipment Trust Agreement supplements the Equipment Trust Agreement dated as of July 1, 1971 between Chemical Bank, Trustee-Lessor, and ACF Industries, Incorporated, Lessee, which was filed and recorded in your office at 2:45 P.M. on July 2, 1971, under Recordation No. 6220, and the enclosed Bill of Sale releases from said Equipment Trust Agreement the equipment described above in respect of said Bill of Sale. The most recent supplement or other document relating to the Equipment Trust Agreement having been assigned Recordation No. 6220-D, it appears that the enclosed items should follow sequentially with Nos. 6220-E and 6220-F.

We also enclose a check drawn to the order of the Commission in the sum of \$20.00 in payment of the recordation fees in this connection.

We request that four copies of the enclosed Supplemental Equipment Trust Agreement and three copies of the enclosed Bill of Sale, including in each case the copy stamped "ACF" in the upper right hand corner, all bearing the Commission's recordation data, be returned to R. W. Montgomery, Assistant Secretary, ACF Industries, Incorporated, 750 Third Avenue, New York, New York 10017, or to the bearer.

RWM:ss
Enclosures

Sincerely,

R. W. Montgomery
Assistant Secretary

ACF INDUSTRIES
INCORPORATED

FEB 27 1981 12:52 PM

BILL OF SALE

INTERSTATE COMMERCE COMMISSION

Chemical Bank, as Trustee (hereinafter called the Trustee) under the Equipment Trust Agreement dated as of July 1, 1971 (hereinafter called the Equipment Trust Agreement), between the Trustee and ACF Industries, Incorporated, a New Jersey corporation (hereinafter called the Company), in consideration of the sum of One Dollar and other good and valuable consideration paid by the Company, receipt whereof is hereby acknowledged, does hereby grant, bargain, sell, transfer and set over unto the Company and its successors and assigns the units of railroad equipment described in Exhibit B annexed hereto and hereby made a part hereof, to have and to hold all and singular such units to the Company and such successors and assigns for its and their own use and behoof forever.

This Bill of Sale is made without recourse to the Trustee for any reason whatsoever and without representation of warranty of any kind by the Trustee.

IN WITNESS WHEREOF, the Trustee has caused this instrument to be duly executed in its name this 31st day of December, 1980.

CHEMICAL BANK

By


SENIOR TRUST OFFICER

(Corporate Seal)

Attest:



ASSISTANT Secretary

EXHIBIT B

Description of Released Equipment

23 Cars Put Into Use On Or After September 1, 1970

<u>QUANTITY</u>	<u>A.A.R. MECHANICAL DESIGNATION CODE</u>	<u>INITIALLED ACFX AND NUMBERED</u>
1	LO	47771
1	LO	55045
1	LO	55190
1	LO	63975
1	LO	63991
1	LO	64022
1	LO	64187
1	LO	74093
1	LO	74095
1	LO	74114
1	LO	74115
1	TP	80164
1	TLI	83457
1	TM	83603
1	TMI	83631
1	TPI	85579
1	TPI	85669
1	TLI	89410
1	TLI	89733
1	TL	89745
1	TL	89772
1	TLI	89820
1	TLI	89876

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

On this 8th day of *JANUARY* 1981 before me personally
came **T. J. Foley**, to me known, who, being by
me duly sworn, says that he is **SENIOR TRUST OFFICER** of **CHEMICAL**
BANK, that the seal affixed to the foregoing instrument is the
corporate seal of said bank, that said instrument was signed and
sealed on behalf of said bank by authority of its Board of Directors
and he acknowledged that the execution of the foregoing instrument
was the free act and deed of said bank.



Notary Public

SYLVIA LASKOW
Notary Public, State of New York
No. 21-7436905
Qualified in Kings County
Certificate Filed in New York County
Commission Expires March 30, 1982

(Notarial Seal)